

Sustainable Development Committee Charter



Samart Corporation Public Company Limited

(The Updated Version has been approved by the Board of Directors of the Company on November 12, 2024)

Sustainable Development Committee Charter

1. Objective

The Sustainable Development Committee was appointed to support the Board of Directors in determining the Company's appropriate and effective economic, social and environmental policies and overseeing to ensure that the Company has a system or process for social and environmental development at an acceptable level.

2. Composition & Qualifications

The Board of Directors is responsible for the appointment of the Sustainable Development Committee by electing at least 3 persons appropriate persons from the members of the Board of Directors and managements and/or any qualified candidates. The Board of Directors will consider and appoint appropriate persons as the Chairman of the Sustainable Development Committee.

The qualifications of the Sustainable Development Committee are as follows:

1. Have knowledge, capable, experience and expertise in society and environment including integrity, business ethics and time to devote his knowledge and ability to perform duties for the Company;
2. Has qualifications and shall not be under any of prohibitions which comply to Public Company Act B.E. 2535 (Including the additional revised), or any other related laws. Moreover, the directors shall not lack of confidence which comply to the regulations of Securities and Exchange Commission;
3. Does not run any business, which is competed with the Company, and not being a shareholder of any legal entities whose business is the Company's competitors, whether doing it for one's own benefit or others, except informing to the Board of Director of the Company's meeting before having a resolution to appoint.

3. Term

Term of each member is 1 year. The Nominating and Compensation Committee will annually consider and select appropriate persons from the members of the Board of Directors and management and/or any qualified candidates propose for further consideration and appointment from the Board of Directors in the first board meeting after the Annual General Meeting of Shareholders. However, the retired members are eligible to be re-elected for another term.

4. Roles and Responsibilities of the Sustainable Development Committee

1. Establish policy, strategy including operation plans for sustainable development which is consistent with the Company's business operations with regards to economic, social and environmental aspects to propose for consideration and approval of the Board of Directors;
2. Promote and support the Company's activities, such as, Labor and employee management, employee welfare, employee development and training as well as the promotion and development of communities and societies around the Company's area in order to make them achieve the targets pursuant to the sustainable development policy;
3. Supervise, review, follow-up progress of operations and evaluate efficiency on performance of the sustainable development policy;
4. Review the scope of Roles and Responsibilities of the Sustainable Development Committee in accordance with the situation;
5. Perform any other activities assigned by the Board of Directors.

5. Meeting

1. The Sustainable Development Committee shall convene the meeting as necessary and appropriate at least twice a year;
2. The agenda and meeting documentation should be delivered to the members of the Sustainable Development Committee at least 7 days in advance of the meeting for consideration except in urgent case.
3. A constitution of quorum of the Sustainable Development Committee's meeting is required attendance of members of no less than 50%. In the event the Chairman of the Sustainable Development Committee is not present or unable to discharge his duties, other members present shall elect one of their members as the Chairman of the meeting.
4. All resolutions of the Sustainable Development Committee meeting shall be passed by the majority votes of the members presented at the meeting. The member who has conflict of interest will not participate in any agenda that they have conflict of interest. In case of equality votes, the Chairman shall have a casting vote.

6. Reporting

Sustainable Development Committee shall from time to time report its performances to the Board of Directors and provide annual performances report to shareholders in the Annual Registration Statement / Annual Report (Form 56-1 One Report) with the following details:

1. Number of the Sustainable Development Committee meetings,
2. Meeting attendance of each member,
3. Performance of the Committee as defined in the charter